

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
	:	
NORTHWESTERN CORPORATION,	:	Case No. 03-12872 (CGC)
	:	
Debtor.	:	
	:	
	:	

**PAUL, HASTINGS, JANOFSKY & WALKER LLP'S  
DESIGNATION OF ADDITIONAL DOCUMENTS FOR THE  
RECORD AND OBJECTION TO STATEMENT OF ISSUES ON APPEAL**

Paul, Hastings, Janofsky & Walker LLP (“Paul Hastings”), by its undersigned counsel and pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, hereby files this Designation of Additional Documents for the Record and Objection to Statement of Issues on Appeal in response to Magten Asset Management Corporation’s Designation and Statement of Issues on Appeal, dated September 3, 2004.

**DESIGNATION OF ADDITIONAL  
DOCUMENTS FOR THE RECORD**

Date	Number	Docket Text
9/17/03	40	Application to Employ Paul, Hastings, Janofsky & Walker LLP as Counsel to the Debtor Filed by NorthWestern Corporation (Entered: 9/17/2003) <sup>1</sup>
8/31/04	2020	Debtor’s Second Amended and Restated Plan of Reorganization under Chapter 11 of

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<sup>1</sup> All documents designated are with the exhibits filed with the Court.

the Bankruptcy Code Filed by NorthWestern Corporation (Entered: 8/31/04)

8/31/04 2021

Second Amended and Restated Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor Filed by NorthWestern Corporation (Entered: 8/31/04)

8/31/04 2022

Exhibits to Second Amended and Restated Disclosure Statement Filed by NorthWestern Corporation (Entered: 8/31/04)

**Magten Asset Management Corporation and Law Debenture Trust  
Company of New York v. NorthWestern Corporation, Adversary  
Proceeding No.: 04-53324-CGC**

5/14/04 5

NorthWestern Corporation's Motion, and Supporting Brief, to Dismiss the Complaint of Magten Asset Management Corporation and Law Debenture Trust Company of New York for Failure to State a Claim Upon Which Relief Can Be Granted Filed by NorthWestern Corporation (Entered: 5/14/04)

6/28/04 18

NorthWestern Corporation's Memorandum in Further Support of its Motion to Dismiss the Complaint of Magten Asset Management Corporation and Law Debenture Trust Company of New York Filed by NorthWestern Corporation (Entered: 6/28/04)

**NorthWestern Corporation v. Magten Asset Management Corporation and  
Talton R. Embry, Adversary Proceeding No.: 03-12872-CGC**

8/20/04 1

Complaint by NorthWestern Corporation against Magten Asset Management Corporation, Talton R. Embry (Entered: 8/20/04)

**OBJECTION TO STATEMENT OF ISSUES ON APPEAL**

Paul Hastings hereby objects to Magten Asset Management Corporation's ("Magten's") Statement of Issues on Appeal on the grounds that they incorrectly characterize the issues decided by the Bankruptcy Court in connection with Magten's motion to disqualify Paul Hastings from acting as counsel to NorthWestern Corporation, the debtor-in-possession. Paul Hastings refers to, and incorporates, the description of those issues in the Bankruptcy Court's July 23, 2004 Memorandum Decision denying Magten's motion, and the Bankruptcy Court's August 19, 2004 Order Denying Motion for Reconsideration of the Court's Order Denying Magten Asset Management Corporation's Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP.

Dated: September 15, 2004

Respectfully submitted,

/s/ David L. Finger

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**CERTIFICATE OF SERVICE**

I, David L. Finger, herby certify that on this 15th day of September, 2004,  
I caused a copy of the foregoing document to be served via first class mail,  
postage prepaid, on the below-listed counsel of record, except to the extent that  
service was effectuated via CM/ECF:

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